



**MINUTES
REORGANIZATION MEETING
February 18, 2020**

1. The Meeting was called to order at 7:25pm.
2. The Secretary read the Open Public Meetings Act statement.
3. Roll Call: The following Commissioners were present: Bonagura, Duch, Jordan, Kelaher, Lo Iacono, Mongelli, Ortega, Plumley and Chairman Kasparian.

Also present were Board Secretary Alison Gordon, Treasurer Todd Sherer, Executive Director James Rotundo, Assistant Executive Director John Danubio, Superintendent Robert Genetelli, General Counsel Douglas Bern, Esq. and Consulting Engineer Nicholas Rotonda. Authority Engineer Howard Hurwitz was absent.

4. Salute to the Flag was led by the Vice-Chairman.
5. Matthew Jordan, Esq. was sworn in as Commissioner.
6. Election of Officers:
 - a. Election of Chairman and Vice-Chairman for 2020: Commissioner Duch made a motion to elect Michael Kasparian as Chairman and Frank Kelaher as Vice-Chairman for 2020, Commissioner Mongelli seconded. All Commissioners voted yes.
7. Chairman Remarks: No Remarks.
8. Consideration for approval of minutes:
 - a. Regular Meeting – January 13, 2020: Commissioner Mongelli motioned to accept the minutes, Chairman Kasparian seconded the motion. The motion carried.
 - b. Special Meeting – January 13, 2020: Commissioner Mongelli motioned to accept the minutes, Commissioner Kasparian seconded the motion. The motion carried.
9. Public Comments: No public present.
10. Consideration for approval list of Resolutions dated February 18, 2020.
 - a. The Commissioners voted by Consent Agenda for Resolution No. 13-2020, 15-2020, 17-2020 through 19-2020, 21-2020 through 32-2020, 35-2020 through 39-2020 and 41-2020 through 46-2020. Commissioner Lo Iacono offered the Consent Agenda and Commissioner Duch seconded. All present Commissioners voted yes.

Resolution No. 13-2020 – Approval of vouchers, payroll and tax deposits and pensions and benefits transfers for January 2020 and Health and Dental Benefits for February 2020 as follows: Payroll Account: \$216,459.30; Tax Deposit Acct: \$100,213.46; Health Benefits Contribution-Employer: \$114,103.15; Health Benefits Contribution Employee: \$4,689.01; Dental Benefits: \$4,259.95; PERS and Contributory Insurance: \$31,746.02; Operating Account: \$348,855.64; General Improvement Account: \$822,742.94.

Resolution No. 15-2020 – Resolution Authorizing the Northwest Bergen County Utilities Authority to enter into a Preliminary Agreement with the Township of Wyckoff for the “Knolls Area” Project: The Authority previously determined the need for construction of sanitary sewer lines within the Township. The Authority is desirous of exploring a project to collaborate with the Township for the installation of collateral and collective sewers, pumping stations, ejector stations, false mains and appurtenances to collect and dispose of sanitary and other waste water arising within the boundaries of the “Knolls Area” of the Township and to be received and serviced by the NBCUA. The NBCUA has developed a proposal as the “Preliminary Agreement” to enter into with the Township to accomplish the preliminary steps necessary to pursue and implement a more formal agreement with the Township for the Knolls Area Project. This Resolution authorizes the Chairman, Executive Director and the General Counsel to negotiate a preliminary agreement in form and substance substantially similar to the agreement attached to the Resolution with the Township and to report back to the NBCUA Commissioners on the status of same; and the NBCUA shall be responsible for ensuring the intended construction of sanitary sewer lines shall comply with all laws of the State of New Jersey Local Public Contracts Law, N.J.S.A 40A:11-1 et. seq., and all other provisions of the revised statutes of the State of New Jersey. The Authority is hereby authorized to enter into a Preliminary Agreement with the Township. The Chairman, or his designee, be and hereby is authorized to execute any such documents in connection the Preliminary Agreement.

Chairman Kasparian advised the Board during the Work Session of the Authority’s potential financial liability for the Wyckoff Knolls Project. The main liability for the Authority is 50% of the feasibility assessment of \$65,000. However, there is the possibility of that liability being higher. T&M Associates would not be authorized to prepare final construction specifications and drawings unless the Township adopts an ordinance as outlined in the Agreement. If and when T&M Associates proceeds with the final construction specifications and drawings, then those costs will be approximately \$350,000. In the event the bids are in excess of 10% of the project budget and the Authority and the Township are unable to come to an agreement concerning the excess construction costs then either party will be able to terminate the agreement and split the preliminary expenses 50%/50%, which includes the feasibility assessment and the final project specifications and drawings.

Resolution No. 17-2020 – Resolution Authorizing the Northwest Bergen County Utilities Authority to enter into a Cooperative Pricing Agreement: This Resolution authorizes the Authority to participate in a cooperative pricing agreement with the Educational Services Commission of New Jersey.

Resolution No. 18-2020 – Resolution Approving Change Order No. 2 for Contract No. 271 – Aeration Blower Replacement and Waste Sludge System Upgrade: The Authority previously awarded this Contract to Coppola Services, Inc. The Contractor has submitted a Change Order in the amount of \$22,602.80 for the additional gate installation. The Authority’s Consulting Engineer, T&M Associates, has reviewed the change order and recommends approval of same. This resolution approves Change Order No. 2.

Resolution No. 19-2020 – Approval of Creation of New Position, Administrator of Security Operations and Hire of John Carroll: The Authority determined that there presently exists the need to create a new position entitled “Administrator of Security Operations.” The Administrator of Security Operations will be responsible for effectuating and carrying out the procedure and policy as promulgated by the Executive Director to maintain the highest level of security. Mr. John Carroll applied for the position and the Authority has determined that he is competent, qualified and experienced to perform the job of Administrator of Security Operations. This resolution hires John Carroll at an annual salary of \$65,000 with a start date to be determined by the Executive Director.

Resolution No. 21-2020 – Extension of Probationary Period – Matthew Gascon – Incinerator Operator: The Authority previously transferred Mr. Gascon to the position of Incinerator Operator subject to a 180 day probationary period. It has been recommended to extend Mr. Gascon’s probationary period an additional 45 days so Mr. Gascon may complete the required training to become a licensed incinerator operator. This resolution extends the probationary period 45 days.

Resolution No. 22-2020 – Extension of Probationary Period – Michael Giovannoli – O&M Helper: The Authority previously hired Mr. Giovannoli for the position of O&M Helper subject to a 180 day probationary period. It has been recommended to extend Mr. Giovannoli’s probationary period an additional 45 days. This resolution extends the probationary period 45 days.

Resolution No. 23-2020 – Appointment of Human Resources Officer, Alison Gordon: The Authority adopted the Domestic Violence Policy for Public Employers which requires the Authority to have 2 Human Resources Officers to assist employees who are victims of domestic violence. The HROs are required to complete training on responding to and assisting employees who are domestic violence victims in accordance with the Policy. Alison Gordon is eminently capable to perform these duties and shall be compensated for the performance of these additional duties. This Resolution appoints Alison Gordon as Human Resources officer effective February 10, 2020 with a salary increase of \$5,000, making her annual salary \$88,148.

Resolution No. 24-2020 – Appointment of Secretary to the Northwest Bergen County Utilities Authority – Alison Gordon: This resolution reappoints Alison Gordon as Secretary to the Authority for a period of three (3) years at an annual salary of \$5,000.

Resolution No. 25-2020 – Adoption of Domestic Violence Policy for Public Employers: The purpose of the State of New Jersey Domestic Violence Policy for Public Employers is to set forth a uniform domestic violence policy for all public employers to adopt. All employees of the Authority are covered under this policy. The purpose of this policy is also to encourage employees who are victims of domestic violence, and those impacted by domestic violence, to seek assistance from their human resources officers and provide a standard for human resources officers to follow when responding to employees. The Primary and Secondary Human Resources Officers shall receive training on responding to and assisting employees who are domestic violence victims in accordance with the policy. This Resolution adopts the Domestic Violence Policy. This policy shall be distributed to all current and future employees.

Resolution No. 26-2020 – Authorization to enter into an Agreement with the County of Bergen, Department of Health Services for Participation in the Employee Assistance Program: The Authority desires to contract for the furnishing of health services of a technical and professional nature by the Bergen County Department of Health Services to the Authority. The services to be provided by the BCDHS to the Authority shall be the Employee Assistance Program. This Agreement shall be in effect for a duration of one (1) year commencing January 1, 2020 and ending December 31, 2020 at a rate of \$21.80 per employee. This Resolution authorizes the Authority to enter into this Agreement and for the Executive Director to execute same.

Resolution No. 27-2020 – 2020 Schedule of Meetings: This resolution sets the meeting dates for the year 2020.

Resolution No. 28-2020 – Official Newspapers for 2020: This resolution designates the Record, Ridgewood News and Herald News as official newspapers for the Authority for 2020.

Resolution No. 29-2020 – Designation of Bank Depositories for 2020: The following banks have been designated as depositories for the Year 2020: TD Bank, Allendale, NJ; Bank of New York Mellon, Woodland Park, NJ; Bank of New Jersey, Haworth, NJ; Santander Bank, Short Hills, NJ; SB One Bank, Oradell, NJ.

Resolution No. 30-2020 – Resolution authorizing contracts with certain approved State Contract Vendors for Contracting Units pursuant to NJSA 40A:11-12a: This Resolution authorizes the purchasing agent to purchase certain goods and services from those approved New Jersey State Contract Vendors as indicated by attachment to the Resolution.

Resolution No. 31-2020 – Authorization to enter into a Shared Services Agreement with the Borough of Upper Saddle River: This Resolution authorizes the Authority to enter into an agreement with Upper Saddle River for a duration of 1 year commencing January 1, 2020 and terminating December 31, 2020 for the Authority to provide the following services: 1) act as the New Jersey Licensed Collection System Operator for the Borough in the sanitary sewer system collection area defined on the sewer map attached and as more specifically defined in the attached Agreement 2) respond to

sanitary sewer collection emergencies 24 hours a day, 7 days a week 3) coordinate all third party repairs of the collections system 4) coordinate, participate and correspond to any and all NJDEP inspections and actions regarding the sanitary sewer collection system 5) coordinate with the Borough any NJDEP hotline calls and correspondence regarding the sanitary collection system 6) upon request, coordinate and conduct a manhole inspection program and 7) upon request, can conduct New Jersey State Certified Backflow Preventer tests.

Resolution No. 32-2020 – Resolution Amending the Not to Exceed Cost of the Agreement with T&M Associates to Provide Engineering Services: The Authority previously retained T&M Associates in February 2019 to provide consulting engineering services with compensation to be capped at \$120,000. The Firm has submitted a request for an additional \$15,000 due to various matters. This resolution amends the original Resolution and Agreement to increase the not to exceed cost to \$135,000.

Resolution No. 35-2020 – Qualification of individuals/firms for the provision of auditing services. The Authority issued a Request for qualifications for the position of Auditor on January 10, 2020. One (1) response was received on January 28, 2020. The following firm was found to be qualified to provide auditing services to the Authority: Wielkotz & Company, LLC.

Resolution No. 36-2020 – Qualifications of individuals/firms for the provision of bond counsel services. The Authority issued a Request for qualifications for bond counsel services on January 10, 2020. Three (3) responses were received on January 28, 2020. The following firms were found to be qualified to provide bond counsel services to the Authority: Gibbons, PC; Waters, McPherson, McNeill; Wilentz, Goldman & Spitzer, PA.

Resolution No. 37-2020 – Qualifications of individuals/firms for the provision of risk management services: The Authority issued a Request for qualifications for risk management services on January 10, 2020. Two (2) responses were received on January 28, 2020. The following one (1) firm was found to be qualified to provide risk management services to the Authority: Alamo Insurance Group.

Resolution No. 38-2020 – Retention of Auditor for 2020 pursuant to NJSA 19:44A-20.4: The firm of Wielkotz & Company, LLC was found to be highly qualified and eminently capable of providing auditing services to the Authority. This Resolution retains Wielkotz & Company, LLC as Auditor for the year 2020 with a not to exceed compensation amount of \$77,000.

Resolution No. 39-2020 – Retention of General Counsel for 2020 pursuant to N.J.S.A. 19:44A-20.4: Meyerson, Fox, Mancinelli & Conte, PA was found to be highly qualified and eminently capable of providing legal services. This Resolution retains Meyerson, Fox, Mancinelli & Conte, PA as General Counsel for 2020, with a not to exceed compensation amount of \$75,000.

Resolution No. 41-2020 – Retention of Bond Counsel for 2020 pursuant to N.J.S.A. 19:44A-20.4. Gibbons, PC was found to be highly qualified and eminently capable of providing bond counsel services. This resolution retains Gibbons, PC as Bond Counsel for 2020, with a not to exceed compensation amount of \$75,000.

Resolution No. 42-2020 – Retention of Risk Manager pursuant to N.J.S.A. 19:44A-20.4: Alamo Insurance Group, Inc. was found to be highly qualified and eminently capable of providing risk management services. This resolution retains Alamo Insurance Group, Inc. as Risk Manager for 2020, at a rate of 3% of the NJUAJIF Annual Premium Assessment.

Resolution No. 43-2020 – Retention of Consulting Engineer for 2020 pursuant to N.J.S.A. 19:44A-20.4. T&M Associates was found to be highly qualified and eminently capable of providing consulting engineer services. This resolution retains T&M Associates as the Authority Engineer for 2020, with a not to exceed compensation amount of \$120,000.

Resolution No. 44-2020 – Retention of Engineer for 2020 for Instrumentation, Automation and Computer Systems pursuant to NJSA 19:44A-20.4: Engineered Solutions Corporation was found to be highly qualified and eminently capable of providing consulting engineer services. This resolution retains Engineered Solutions Corporation as Consulting Engineer to provide engineered services related to Instrumentation, Automation and Computer Systems in 2020, with a not to exceed compensation amount of \$60,000.

Resolution No. 45-2020 – Retention of Authority Engineer for 2021 Service Charges pursuant to N.J.S.A. 19:44A-20.4. Paul Malmrose of Tighe & Bond, Inc. was determined to be highly qualified and capable of providing consulting engineering services to the Authority. This resolution retains Paul Malmrose of Tighe & Bond as the engineer for 2021 service charges with a not to exceed compensation of \$46,900.

Resolution No. 46-2020 – Retention of Authority Engineer for General Incinerator Advice for 2020 pursuant to N.J.S.A. 19:44A-20.4. Chavond Barry Engineering Corp. was found to be highly qualified and eminently capable of providing consulting engineer services. This resolution retains Chavond Barry Engineering Corp. as Consulting Engineer to provide general incinerator advice in 2020, with a not to exceed compensation amount of \$140,000.

b. The following resolutions were voted on separately:

Resolution No. 14-2020 – Authorization for Production and Distribution of Authority Anniversary Mailer: Commissioner Mongelli offered the Resolution, Chairman Kasparian seconded. The following Commissioners voted yes: Bonagura, Duch, Jordan, Kelaher, Lo Iacono, Mongelli, Ortega and Chairman Kasparian. Commissioner Plumley voted no.

The Authority previously retained McEntyre Media Communications as Public Relations Consultant. Mr. McEntyre designed a 50th Anniversary mailing

brochure and submitted to the Authority Ocean Blue Creative's proposal for the cost of production and distribution of the mailing brochure. This Resolution approves the proposal of Ocean Blue Creative in the amount of \$13,747.87.

Resolution No. 16-2020 – Appointment of Financial Advisory Consultant: Commissioner Mongelli offered the Resolution, Commissioner Jordan seconded. The following Commissioners voted yes: Bonagura, Duch, Jordan, Kelaher, Lo Iacono, Mongelli, Ortega and Plumley. Chairman Kasparian abstained.

The Authority solicited quotes for Financial Advisory Consultant and requested respondents to submit a description of their overall experience as well as their hourly rates. The Authority received a quote from Benecke Economics in the amount of \$14,000 for 100 hours of work at an hourly rate of \$140. Benecke Economics defines in the proposal the scope of the project as development of a strategy to finance the expansion of the NBCUA sewer main system-especially in Wyckoff. This Resolution approves the proposal from Benecke Economics and authorizes the Executive Director to execute same.

Resolution No. 20-2020 – Regular Employment – Richard Coveney as Collection System Operator: Commissioner Duch offered the Resolution, Commissioner Mongelli seconded. The following Commissioners voted yes: Bonagura, Duch, Jordan, Kelaher, Lo Iacono, Mongelli, Ortega and Plumley. Chairman Kasparian abstained.

Richard Coveney was transferred to Collection System Operator on January 12, 2020 subject to a 180 day probationary period. Mr. Coveney was previously transferred to Collection System operator on a temporary basis on June 17, 2019 and served in the position until December 1, 2019. Time served during the temporary transfer will count towards his probationary period and therefore Mr. Coveney completed his probationary period on January 30, 2020. This resolution retains Mr. Coveney as regular employee in the position of Collection System Operator.

The following three resolutions had the following vote: Resolutions 33-2020, 34-2020, 40-2020: Commissioner Duch offered the Resolutions, Commissioner Mongelli seconded. The following Commissioners voted yes: Bonagura, Duch, Jordan, Kelaher, Lo Iacono, Mongelli, Ortega and Plumley. Chairman Kasparian abstained.

Resolution No. 33-2020 – Qualifications of individuals/firms for the provision of legal services: The Authority issued a Request for qualifications for legal services on January 10, 2020. Six (6) responses were received on January 28, 2020. The following firms/individuals were found to be qualified to provide legal services to the Authority: Eric M. Bernstein and Associates, LLC; Meyerson, Fox, Mancinelli & Conte, PA; Grace, Marmero & Associates, LLP; Chasan, Lamparello, Mallon & Cappuzzo, PC; Weiner Law Group, LLP; The Choi Law Group, LLC.

Resolution No. 34-2020 – Qualification of individuals/firms for the provision of engineering services. The Authority issued a Request for qualifications for engineering services on January 10, 2020. Fourteen (14) responses were received on January 28, 2020. The following thirteen (13) firms/individuals were found to be qualified to provide engineering services to the Authority: Boswell Engineering; Chavond Barry Engineering Corp; CME Associates; T&M Associates; Tighe & Bond; CP Professional Services; Suburban Consulting Engineers; Engineered Solutions Corporation; Neglia Engineering Associates; MFS Engineers & Surveyors; Alaimo Group; PS&S; Maser Consulting.

Resolution No. 40-2020 – Retention of Labor Counsel for 2020 pursuant to N.J.S.A. 19:44A-20.4. Eric M. Bernstein & Associates, LLC was found to be highly qualified and eminently capable of providing labor counsel services. This resolution retains Eric M. Bernstein & Associates, LLC as Labor Counsel for 2020, with a not to exceed compensation amount of \$15,000.

11. Report of Committees:

- a. Operating Committee: Commissioner Duch reported in the Work Session that the recent odor complaints the Authority has been receiving has not been the Authority but in fact the source of the odor has been a nearby mulch facility. The Borough of Waldwick posted this on their website as well confirming the mulching area as the source of recent odors.

12. Report of Treasurer: There is approximately \$11 million in short term investments at an interest rate of 1.45%.

13. Old Business: No old business

14. New Business: No new business.

15. Public Comments: No public present.

16. Adjournment: The meeting adjourned at 7:39pm.


ALISON GORDON, SECRETARY